

INFORMATION DOCUMENT REGARDING THE ORDINARY GENERAL ASSEMBLY MEETING OF AKSA AKRİLİK KİMYA SANAYİİ ANONİM ŞİRKETİ FOR THE YEAR 2014 TO BE HELD ON 30th MARCH 2015

The Ordinary General Assembly Meeting of our Company for the year 2015 shall be held on 04.04.2016 at 11:00 for the purpose of discussing the below mentioned agenda items at the Efes Byzantium Hall of Grand Hyatt Istanbul Hotel located at the address of Taşkışla Caddesi No: 1 Taksim 34437 Istanbul.

Our shareholders who are unable to participate in the meeting in person are required to arrange their powers of attorney in accordance with the attached sample (Annex-1) or obtain the same from our address at “Miralay Şefik Bey Sokak, Akhan, No: 15 Gümüşsuyu, Beyoğlu, Istanbul” or the corporate website of our Company www.aksa.com and fulfill the requirements stipulated in the Communiqué, Serial II, No: 30.1 of the Capital Market on Voting by Proxy and Collection of Powers of Attorney by Invitation (“Communiqué”) published in the Official Gazette no. 28862 dated 24.12.2013. Representation by proxy at the general assembly is possible by using the power of attorney form enclosed in Annex-1. In case a proxy is appointed by means of the Electronic General Meeting System within the framework of the regulations of Merkezi Kayıt Kuruluşu A.Ş. (“Central Registry Agency”), it is not obligatory to use the power of attorney in Annex-1. The shareholders who are entitled to cast vote may appoint proxy ensuring that the signature on the power of attorney form issued through Electronic General Meeting System or physically or in the presence of a notary public is certified.

Our shareholders may actually participate in the General Assembly meeting or they may cast vote participating in electronic environment pursuant to article 1527 of the Turkish Commercial Code. No. 6102. Participation in the meeting in electronic environment is possible through safe electronic signatures of the shareholders or their proxies. Therefore, the shareholders who are going to carry out the transaction of Electronic General Meeting System should firstly have safe electronic signature and register with the E-Central Registry Agency Information Portal of Merkezi Kayıt Kuruluşu A.Ş. The shareholders not registered with the E-Central Registry Agency Information Portal and not having safe electronic signature cannot participate the general assembly meeting in electronic environment through Electronic General Meeting System.

Our shareholders or their proxies wishing to participate in the meeting through electronic environment should complete the transactions in accordance with the provisions of the “Regulation on General Assembly Meetings to be Held Through Electronic Environment in Joint Stock Companies” published in the Official Gazette no. 28395 dated 28.08.2013 and the “Communiqué on Electronic General Meeting System to be Applied in the General Assembly Meetings of Joint Stock Companies” published in the Official Gazette no. 28396 dated 29.08.2012.

Since the general assembly meeting shall be held in electronic media, our Shareholders are requested to be present at the place of meeting prior to the hour of meeting in order to ensure that the meeting is started at due time.

The detailed information document containing the necessary explanations and the relevant documents within the framework of the compulsory Corporate Governance Principles regarding the Proposal and agenda items related to the Annual Activity Report of the Board of Directors, Independent Audit Report, Financial Statements and Profit Distribution for the year 2015 prepared within the framework of the provisions of the Capital Market Board and the Turkish Ministry of Customs and Trade shall be made available at the headquarters of our Company and our branch office (Yalova Plant), at the corporate website www.aksa.com and Public Disclosure Platform (KAP) on www.kap.gov.tr within the

legal period of 3 weeks prior to the general assembly meeting provided that announcement and meeting days shall not be included.

Announced to our Shareholders.

Best regards,

**AKSA AKRİLİK KİMYA SANAYİİ
ANONİM ŞİRKETİ**

**ADDITIONAL EXPLANATIONS REGARDING CAPITAL MARKET BOARD
REGULATIONS**

The additional explanations required to be made pursuant to the Corporate Governance Principle no. 1.3.1 included in the Corporate Governance Communiqué no II-17.1 of the Capital Market Board regarding agenda items are given in the relevant agenda item herein and the general explanations are presented for your information in this section:

1. Information Regarding the Number of Total Shares Reflecting Partnership Structure of the Partnership and Voting Right and the Number of Shares Reflecting Any Privileged Share Group If There is Privileged Share in the Partnership Capital and the Nature of Voting Right and Privileges:

The capital stock of the company issued within the registered capital ceiling of 425.000.000,00-TL is 185.000.000,00-TL which is paid in full. The issued capital has been divided into 18.500.000.000 shares of 1 Kr. (one Kurush) nominal value each.

All shares of our company are of registered type and there is no group discrimination or privileged share.

The partnership structure and voting rights of our shareholders are specified in the table herein:

Shareholder	Capital Stock Share (TL)	Capital Rate (%)	Voting Right (Number of Shares)	Rate of Voting Right (%)
Akkök Holding A.Ş.	73.237.497,11	39,59	7.323.749.711	39,59
Emniyet Ticaret ve Sanayi A.Ş.	34.638.843,28	18,72	3.463.884.328	18,72
Other (*)	77.123.659,61	41,69	7.712.365.961	41,69
TOTAL	185.000.000,00	100,00	18.500.000.000,00	100,00

(*) The rate of our company in the actual circulation as of 31.12.2014 is 37.06% and 5.30% of the shares are owned by Somerset em.mar.d.v.ge.f.

2. Information Regarding the Changes in Management and Activities Which May Considerably Affect the Company Activities Which Were Realized During the Previous Accounting Period of our Company and our Subsidiaries and Which Are Planned for the Future Accounting Period and the Reasons of Such Changes:

There is no change that has been effectuated or intended to be effectuated either in previous fiscal year or during the next fiscal year with respect to management and operations of the company and its significant subsidiaries and affiliates in a manner that might affect the company activities considerably.

3. If the General Assembly Meeting Agenda Includes Items for Release, Substitution or Election of Members of Board of Directors, Information about Reasons for Release and Substitution, CVs and Positions Held within the Last Ten Years by Nominees to Board Membership and the Reason for Withdrawal from Those Positions, Quality and Significance Level of their Relationship to the Partnership and Related Parties of the Partnership, Qualification for Independence Status and Similar Matters that might Affect the Partnership Activities in the event that the Nominees are elected as the Board Members:

The meeting agenda does not include any item as to release, substitution or election of members of board of directors.

4. Written Requests of Shareholders to Investor Relations Department for Inclusion of Items in the Agenda, Suggestions Denied by the Board of Directors and Denial Reasons, if Applicable:

No request concerning any agenda was communicated for the Ordinary General Assembly Meeting where the activities for the year 2015 shall be discussed.

5. Previous and Updated Versions of Articles of Association along with the Relevant Board Resolution in case the Agenda Includes any Amendment to the Articles of Association:

The board resolution for amendment to the articles of association and the amendment draft to be presented to the General Assembly under agenda item 15 subject to the approval of the Energy Market Regulatory Authority, Capital Market Board and Turkish Ministry of Customs and Trade are available in (Annex-5) provided that the necessary permissions shall have to be received from the Energy Market Regulatory Authority, Capital Market Board and Turkish Ministry of Customs and Trade.

EXPLANATIONS REGARDING AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING DATED 04.04.2016

1. Opening Ceremony and Formation of Meeting Presidency,

Within the framework of the provisions of the “Turkish Commercial Code (TCC)”, “Regulation regarding the Principles and Procedures of General Assembly Meetings of Joint Stock Companies and Representatives of the Ministry of Customs and Commerce to be Present in these Meetings” (“**Regulation**”) and provisions of the General Assembly Internal Directive of the Company, a President shall be elected to chair the General Assembly Meeting who shall duly form the Meeting Presidency Council to that end.

2. Perusal and Discussion of the Annual Activity Report Prepared by the Board of Directors for the Year 2015,

General Assembly shall duly discuss the Activity Report including the Corporate Management Practices Harmonization Report issued by the Board of Directors and published at the headquarters of our Company and our branch office (Yalova Plant), electronic general assembly portal of MKK, KAP and the corporate website www.aksa.com within the legal period of three (3) weeks prior to the general assembly meeting excluding the announcement and meeting days pursuant to the regulatory provisions of the Capital Market Board and the Turkish Ministry of Customs and Trade.

3. Perusal of the Independent Audit Report for 2015,

General Assembly shall duly discuss the Independent Audit Report duly issued and published at the headquarters of our Company and our branch office (Yalova Plant), electronic general assembly portal of MKK, KAP and the corporate website www.aksa.com within the legal period of three (3) weeks prior to the general assembly meeting excluding the announcement and meeting days pursuant to the regulatory provisions of the Capital Market Board and the Turkish Ministry of Customs and Trade.

4. Perusal, Discussion and Approval of the Financial Statements for the Year 2015,

After relevant information is furnished, General Assembly shall discuss and approve the financial statements duly issued and published at the headquarters of our Company and our branch office (Yalova Plant), electronic general assembly portal of MKK, KAP and the corporate website www.aksa.com within the legal period of three (3) weeks prior to the general assembly meeting excluding the announcement and meeting days pursuant to the regulatory provisions of the Capital Market Board and the Turkish Ministry of Customs and Trade.

5. Release of Board Members Individually for the Corporate Activities in 2015,

Within the framework of the provisions of the Turkish Commercial Code and the relevant Regulation, the release of the Board Members for their activities during our Company's fiscal year of 2015 shall be presented for approval of the General Assembly.

6. Determination of the Usage Method of Profit and the Rates of Dividend Shares to be Distributed,

General Assembly shall discuss and approve the Profit Distribution Proposal of the Board of Directors published at the headquarters of our Company and our branch office (Yalova Plant), electronic general assembly portal of MKK, KAP and the corporate website www.aksa.com within the legal period of three (3) weeks prior to the general assembly meeting excluding the announcement and meeting days pursuant to the regulatory provisions of the Capital Market Board and the Turkish Ministry of Customs and Trade.

Profit Distribution Chart is available in ANNEX-2 and Profit Distribution Proposal in ANNEX-3.

7. Determination of Remunerations Payable to Board Members and Independent Board Members,

Monthly remunerations payable to the Board Members for 2016 shall be determined within the framework of the principles included in the provisions of the Turkish Commercial Code and the Regulation and our Articles of Association and our pricing policy.

8. Presentation for Approval of the Independent Auditor Election based on the Board Resolution and Pursuant To the “Communiqué on Independent Auditing Standards at the Capital Market” Published by the Capital Market Board and the Turkish Commercial Code,

Pursuant to Turkish Commercial Code and provisions of “Communiqué on Independent Auditing Standards at the Capital Market” issued by Capital Market Board, General Assembly shall hold a voting session to approve the election of the independent audit firm suggested by the Board of Directors based on the report of the Audit Committee for auditing financial statements and reports during 2016 fiscal year.

9. In case Any Shareholders Having the Management Control, Board Members, Managers Having Administrative Responsibility and Their Spouses and Relatives by Blood Up To The Second Degree Carry Out An Important Transaction Which May Lead To Conflict of Interest With The Company or Its Subsidiaries and/or If the Company or its Subsidiaries Carry Out A Transaction of Commercial Nature Included In The Operating Scope in Its (Their) Own Account or Participate(s) in Another Partnership Dealing With the Affairs of Similar Type As A Partner Having Unlimited Responsibility, the Shareholders Shall be Informed Regarding Such

Transactions Pursuant to the Corporate Governance Communiqué of the Capital Market Board,

Execution of any transaction by our Board Members within the framework of the first paragraph of article 395 titled “Prohibition of Conducting Transaction with the Company, to Become Indebted to the Company” and article 396 titled “Non-Compete Obligation” of the Turkish Commercial Code shall be possible only if approval of the General Assembly is obtained. The authorities and permissions written in the provisions of articles 395 and 396 of the Turkish Commercial Code have been given to the Board Members at the general assembly meeting held on 30.03.2015 for the year 2014.

In case shareholders having the management control, Board Members, managers having administrative responsibility and their spouses and relatives by blood up to the second degree carry out an important transaction which may lead to conflict of interest with the company or its subsidiaries and/or if the company or its subsidiaries carry out a transaction of commercial nature included in the operating scope in its (their) own account or participate(s) in another partnership dealing with the affairs of similar type as a partner having unlimited responsibility, the said transactions shall be included in the agenda of the general assembly as a separate agenda item and included in the minutes of the general assembly for the purpose of the giving detailed information regarding this matter at the general assembly pursuant to the mandatory principle No. 1.3.6 of Corporate Governance Communiqué of the Capital Market Board which should be observed.

General Assembly shall be informed within the scope of the above mentioned corporate governance principle of the Corporate Governance Communiqué.

10. Granting Permissions and Powers Specified in Articles 395 and 396 of Turkish Commercial Code to Board Members,

The matter of granting permissions and powers specified in the provisions of articles 395 and 396 of the Turkish Commercial Code to the Board Members shall be presented for approval of our shareholders.

11. Ratification of Corporate Donations and Grants Policy by General Assembly pursuant to 'Profit Share (Dividend) Communiqué' No. (II-19.1) of Capital Market Board and Capital Market Law,

The General Assembly shall be proposed to provide approval for resetting the cap for donations and grants as TRY 2.600.000,00 with due regard for future requirements in line with the provisions of the Corporate Governance Communiqué of the Capital Market Board, Profit Share Communiqué no. (II-19.1) and articles of association.

12. Drafting of a Policy on Determination of Remunerations Payable to Members of the Board of Directors and Top Level Executives Pursuant to the mandatory Corporate Governance Principle No. 4.6.2 of the Capital Market Board

Pursuant to the mandatory Corporate Governance Principle No. 4.6.2 of the Capital Market Board, it is required to specify in writing the principles of determining remunerations payable to members of the Board of Directors as well as top level executives, to insert such principles into agenda items of respective meeting of the General Assembly of Shareholders, and to allow shareholders to voice their opinions in this regard.

The policy prepared for this purpose is available in the Annex No. 4 hereto.

13. Informing Shareholders about Donations and Grants Made by the Company in 2015 pursuant to the Capital Market Regulation,

General Assembly shall be informed of the donations made in the amount of TRY 1.738.792 in total in 2015 pursuant to the Corporate Governance Principle no. 1.3.10 of Corporate Governance Communiqué issued by Capital Market Board.

14. Informing Shareholders About the Guarantees, Pledges, Mortgages and Collaterals Given By Our Company in Favor of Third Persons in the Year 2015 Pursuant to Article 12 of the Corporate Governance Communiqué and the Revenues Obtained During the Same Period,

Shareholders shall be informed about the footnote no. 14 in the Financial Statements dated 31.12.2015 with respect to guarantees, pledges, mortgages and collaterals given by the company in favor of third persons as well as revenues and benefits acquired therefrom.

15. Presenting for the approval of the General Assembly the amendment draft with regards to article 6 titled “Capital”, article 9 titled “Authorities of Board of Directors” article 12 titled “General Assembly”, article 14 titled “Place of Meeting”, and article 17 titled “Voting Right”, of the Company’s Articles of Association, in the format approved by the Energy Market Regulatory Authority, the Capital Markets Board and the Turkish Republic Ministry of Customs and Trade, and provided that the necessary permissions are obtained from the Energy Market Regulatory Authority, the Capital Markets Board and the Turkish Republic Ministry of Customs and Trade,

The board resolution for amendment to the articles of association and the amendment draft to be presented to the General Assembly under agenda item 15 subject to the approval of the Energy Market Regulatory Authority, Capital Market Board and Turkish Ministry of Customs and Trade are available in (Annex–5) provided that the necessary permissions shall have to be received from the Energy Market Regulatory Authority, Capital Market Board and Turkish Ministry of Customs and Trade.

ANNEXES:

1. Power of Attorney form,
2. Profit Distribution Statement,
3. Profit Distribution Proposal,

4. Policy on Determination of Remunerations Payable to Members of the Board of Directors and Top Level Executives
5. The amendment draft to the articles of association

ANNEX-1-

POWER OF ATTORNEY

I/We hereby appoint described in detail herein as my/our proxy authorized to represent me/our Company, to cast vote, to make proposal and to sign the necessary documents in the direction of the opinions I/we specify herein at the Ordinary General Assembly Meeting of AKSA AKRİLİK KİMYA SANAYİİ ANONİM ŞİRKETİ to be held for the year 2015 on 04.04.2016 at 11:00 in Efes Byzantium Hall of Grand Hyatt Istanbul Hotel located at the address “Taşkışla Caddesi No: 1 Taksim 34437 Istanbul”.

Of the Proxy (*):
Name-Surname / Trade Name:
TR Identification Number / Tax Account Registration - Number and Central Registration System Number

(*)Equivalent of the said information, if any, should be presented for the proxies of foreign citizen.

A) SCOPE OF THE POWER OF ATTORNEY

The scope of the power of attorney should be determined by selecting one of the alternatives (a), (b) or (c) for the sections 1 and 2 herein.

1. **Regarding The Issues Included in the Agenda of the General Assembly;**
 - a) The Proxy is authorized to cast vote in the direction of his/her opinion;
 - b) The Proxy is authorized to cast vote in the direction of the proposals of the partnership management;
 - c) The Proxy is authorized to cast vote in the direction of the instruction specified in the Table herein.

Instructions:

In the case where the alternative (c) is selected by the shareholder, the instructions regarding the agenda item shall be given by making one of the alternatives given opposite to the agenda item (yes or no) and in the case where the alternative of “no” is selected, by specifying the dissenting opinion in the minutes of the general assembly.

Agenda Items (*)	Yes	No	Dissenting Opinion
1. Opening Ceremony and Formation of Meeting Presidency,			
2. Perusal and Discussion of the Annual Activity Report Prepared by the Board of Directors for the Year 2015,			
3. Perusal of the Independent Audit Report for 2015,			
4. Perusal, Discussion and Approval of the Financial Statements for the Year 2015,			
5. Release of Board Members Individually for the Corporate Activities in 2015,			
6. Determination of the Usage Method of Profit and the Rates of Dividend Shares to be Distributed,			

7. Determination of Remunerations Payable to Board Members and Independent Board Members,			
8. Presentation for Approval of the Independent Auditor Election based on the Board Resolution and Pursuant To the “Communiqué on Independent Auditing Standards at the Capital Market” Published by the Capital Market Board and the Turkish Commercial Code,			
9. In case Any Shareholders Having the Management Control, Board Members, Managers Having Administrative Responsibility and Their Spouses and Relatives by Blood Up To The Second Degree Carry Out An Important Transaction Which May Lead To Conflict of Interest With The Company or Its Subsidiaries and/or If the Company or its Subsidiaries Carry Out A Transaction of Commercial Nature Included In The Operating Scope in Its (Their) Own Account or Participate(s) in Another Partnership Dealing With the Affairs of Similar Type As A Partner Having Unlimited Responsibility, the Shareholders Shall be Informed Regarding Such Transactions Pursuant to the Corporate Governance Communiqué of the Capital Market Board,			
10. Granting Permissions and Powers Specified in Articles 395 and 396 of Turkish Commercial Code to Board Members,			
11. Submitting the issue of raising the upper limits for donations and aids determined under the Company’s donation and aid policy, as per the Capital Markets Law and the Capital Markets Board’s ‘Dividend Communiqué’ number (II-19.1), for the approval of the General Assembly,,			
12. Providing information about the “Remuneration Policy” with respect to the Company’s Board members and senior executives as per the Capital Markets Law, and Corporate Governance Principle number 4.6.2 of the Capital Markets Board’s ‘Corporate Governance Communiqué’ number (II-17.1)			
13. Pursuant to the Capital Markets Law, informing the shareholders about the donations and aid made by the Company in 2015,			
14. Pursuant to Article 12 of the Communiqué on Corporate Governance, informing the shareholders about the sureties, pledges, mortgages and guarantees given by the Company in favor of third parties and on the income and benefits acquired by the Company in 2015			

<p>15. Presenting for the approval of the General Assembly the amendment draft with regards to article 6 titled “Capital”, article 9 titled “Authorities of Board of Directors” article 12 titled “General Assembly”, article 14 titled “Place of Meeting”, and article 17 titled “Voting Right”, of the Company’s Articles of Association, in the format approved by the Energy Market Regulatory Authority, the Capital Markets Board and the Turkish Republic Ministry of Customs and Trade, and provided that the necessary permissions are obtained from the Energy Market Regulatory Authority, the Capital Markets Board and the Turkish Republic Ministry of Customs and Trade,</p>			
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(*)The agenda items of the General Assembly shall be enumerated one by one. If there is a draft resolution of the minority, this shall also be specified in order to ensure voting by proxy.

2. Special instruction regarding exercising of the other issues which may arise at the General Assembly meeting and especially the minority rights:

- a) The Proxy is authorized to cast vote in the direction of his/her opinion;
- b) The Proxy is not authorized to represent in these issues;
- c) The Proxy is authorized to cast vote in the direction of the special instructions herein.

SPECIAL INSTRUCTIONS: The special instructions to be given by the shareholder to the proxy, if any, shall be specified herein.

B) The shareholder shall select one of the alternatives herein and specify the shares he/she wishes to be represented by the proxy.

1. I approve the representation of my shares specified in detail herein by the proxy.

- a) Serial and series:*
- b) Number/Group:**
- c) Piece – nominal value:
- ç) Whether it has privilege in voting:
- d) Whether Bearer or Registered:*
- e) Ratio to the total shares / voting rights owned by the shareholders:

* This information is not requested for the shares monitored through registration.

** An information shall be given regarding the group, if any, instead of number for the shares monitored through registration.

2. I approve the representation of all the shares I have as included in the list prepared by the Central Registry Agency regarding the shareholders who may participate in the General Assembly by the proxy one day prior to the date of the General Assembly.

NAME-SURNAME or TITLE OF THE SHAREHOLDER (*)

TR Identification Number/Tax Account Number, Trade Registration – Number and Central Registration System Number:

Address:

SIGNATURE

(*)Equivalent of the said information, if any, should be presented for the proxies of foreign citizen.

ANNEX -2- PROFIT DISTRIBUTION STATEMENT FOR 2015 (TL)

1. Paid-in/Issued Capital		185.000.000,00	
2. Legal Reserves (according to the Legal Records)		86.032.771,17	
Information regarding privileges in the distribution of profit pursuant to the Articles of Association, if any		N/A	
		According to CMB	According to Legal Records
3.	Profit for the Period (*)	257.189.944,00	316.820.588,87
4.	Taxes (-)	(57.724.000,00)	(60.439.269,75)
5.	Net Profit for the Period (**) (=)	199.474.944,00	256.381.319,12
6.	Losses from previous years (-)	-	-
7.	General Legal Reserves (-)	-	-
8.	NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)	199.474.944,00	256.381.319,12
9.	Donations made during the year (+)	1.738.791,98	
10.	Net distributable profit for the period including donations	201.213.735,98	
11.	Primary Dividend to Shareholders		
	-Cash	9.250.000,00	
	-Free of Charge	-	
	- Total	9.250.000,00	
12.	Dividend Distributed to the Holders of Privileged Share Certificates	-	
13.	Other Distributed Dividend	3.839.275,00	
	- To Board Members	3.839.275,00	
	- To Employees	-	
	- To the persons other than shareholders	-	
14.	Dividend Distributed to the Holders of Redeemed Shares	-	
15.	Secondary Dividend to Shareholders	148.000.000,00	
16.	General Legal Reserves	15.183.927,50	
17.	Statutory Reserves	-	
18.	Special Reserves	-	
19.	EXTRAORDINARY RESERVES	23.201.741,50	80.108.116,62
20.	Other Resources Stipulated to be Distributed	-	-

(*) Consolidated pre-tax profit

(**) Period net profit for parent company

DIVIDEND RATIO STATEMENT

	GROUP	TOTAL DISTRIBUTABLE DIVIDEND		TOTAL DISTRIBUTABLE DIVIDEND / NET DISTRIBUTABLE PROFIT FOR THE PERIOD	DIVIDEND CORRESPONDING TO A SHARE WITH NOMINAL VALUE OF 1 TL	
		CASH (TL)	FREE OF CHARGE (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
NET (***)	-	133.662.500,00	-	67,007163%	0,72250000	72,250000%
	TOTAL	133.662.500,00	-	67,007163%	0,72250000	72,250000%

(***) Net values of dividends per gross share have been calculated based on 15% withholding rate pursuant to the Cabinet Decree dated 23/07/2006 and numbered 2006/10731 in compliance with the assumption that dividends are distributed to real person shareholders with full liability and distribution is not subject to any exceptional practice in terms of profits.

ANNEX -3

PROFIT DISTRIBUTION PROPOSAL

Dear Shareholders,

We have presented our operating information and the balance-sheet and income statement for the fiscal year of 2015. We hope that the operating results shall be found to be appropriate by you.

Pursuant to our profit share (dividend) distribution policy which we have previously shared with you, the profit distribution proposal of our Company regarding the profit of the year 2015 has been arranged for the purpose of presenting the same for approval of the General Assembly.

Our consolidated balance sheet net period profit included in the financial statements issued pursuant to the of the Communiqué Serial: II, No: 14.1 of the Capital Market Board is 199.474.944,00 -TL whereas our net profit for the period as included in our financial statements prepared within the framework of the provisions of the Tax Procedural Law is 256.381.319,12-TL.

With respect to the net period profit amounting to 199.474.944,00 -TL according to the consolidated financial statements issued pursuant to the of the Communiqué Serial: II, No: 14.1 of the Capital Market Board, we kindly present the following proposals;

- General Legal Reserves should not be set aside due to the fact that it has reached the upper limit provided in article 519.(1) of Turkish Commercial Code and article 25.(a) of the Articles of Association,
- The primary dividend in the amount of 9.250.000,00 TL corresponding to 5% of the paid-in capital of our Company in the amount of 185.000.000,00 TL (the amount of dividend corresponding to the share with nominal value of 1,00 TL is 0,05 TL and the rate of dividend is gross 5%) should be distributed in cash to our shareholders within the framework of the provision of article 25 of our Company's Articles of Association,
- The gross dividend in the amount of 3.839.275,00 -TL of 190.224.944,00-TL TL remaining after the primary dividend distributed to our shareholders should be paid to the Board Members pursuant to the provision of Article 25 of our Company's Articles of Association and within the framework of our Company's Fee Policy Regarding Board Members and Senior Managers,
- The secondary dividend in the amount of 148.000.000,00 -TL from the remaining amount of 186.385.669,00 -TL (the amount of gross dividend corresponding to the share with nominal value of 1,00 TL is 0,800000-TL and the rate of dividend is gross 80,0000%) should be distributed in cash to our shareholders within the framework of the provision of Article 25 of our Company's Articles of Association,
- The total of the primary and secondary dividends to be distributed to our shareholders should be determined to be 157.250.000,00 TL (the amount of dividend corresponding to the share with nominal value of 1,00 TL is gross 0,850000-TL and the rate of dividend is gross 85,0000%),
- 15.183.927,50-TL should be added to the General Legal Reserves,
- The remaining amount should be set aside as Extraordinary Reserves,

- The amounts of dividend should be distributed in cash on 06.04.2016,
- A gross = net dividend at a rate of 85,00% and in amount of 0,85 TL with nominal value of 1 TL should be paid to the fully accountable institutions and our corporate partners obtaining profit share (dividend) through a workplace or permanent representative in Turkey,
- Cash dividend should be paid at a rate of 72,25% to our other shareholders and gross 0,85 TL and net 0,7225 TL to a share with nominal value of 1 TL,

Our esteemed shareholders, we pay our respects to you hoping that the future years shall bring happy and successful days for our Company and all of us.

Board of Directors

ANNEX -4

POLICY ON REMUNERATIONS PAYABLE TO MEMBERS OF THE BOARD OF DIRECTORS AND TOP LEVEL EXECUTIVES

This policy document describes the system and practices on remunerations payable to our members of the Board of Directors as well as senior officers pursuant to applicable regulations of the Capital Market Board.

Fixed remunerations to be offered and dividends to be distributed to members of the Board of Directors in accordance with applicable provisions of the Articles of Association are determined pursuant to respective proposals of shareholders each year at the ordinary meeting of the General Assembly of Shareholders.

Executive directors shall be paid remuneration pursuant to the policy on remunerations payable to senior officers as detailed below. If General Assembly of Shareholders decides to distribute dividends to directors pursuant to article 25 of the articles of association of the company, executive directors shall not receive any payment under the dividend distribution. The dividends payable shall be made to directors who do not hold an executive position.[1]

Independent directors shall not be eligible to benefit from dividends, stock options or performance-based payment schemes.

Members of the Board of Directors get paid proportionally in consideration of their length of service between the dates of their assignment and resignation. Expenses and costs incurred by members of the Board of Directors in the course of making contributions to the Company (e.g. travel, phone, insurance expenses, and etc.) may be reimbursed by the Company.

Remunerations payable to senior officers are comprised of two constituents which are fixed remuneration and performance-based remuneration.

Fixed remunerations payable to senior officers are determined as per international standards and legal requirements in consideration of macro-economic market data, current remuneration policies applicable at the market, the size and long term objectives of the Company, and respective positions of individuals.

Premiums payable to senior officers are calculated based on actual corporate performance as well as individual performance. Applicable criteria applied for these calculations are summarized below:

Premium Base: Premium bases are updated each year, and may vary depending upon workloads assumed at managerial positions. Premium bases are updated in consideration of premium payment policies applicable at the market for senior officers.

Corporate Performance: Corporate performance is measured by comparing, at the end of relevant year, the level of achievement of such financial and operational targets (e.g. market shares, export volumes, activities at abroad, productivity, and etc.) which are fixed for the Company at the beginning of each year. Corporate targets are determined based on the principles that the success must be sustainable and contain improvements when compared to past years.

Individual Performance: Individual performance is determined in consideration of corporate targets as well as objectives pertaining to finance, customers, processes, technologies, and long term strategies. Individual performance is measured based on the principle of long term sustainable improvement also outside financial fields in a manner parallel to those of corporate performance.

Total sums of remunerations determined in accordance with the criteria specified above, and other benefits which are offered to members of the Board of Directors as well as senior officers are detailed in operation reports.

[1] With respect to the implementation of Corporate Governance Communiqué numbered II-17.1 issued by the Capital Market Board, an executive director is a person who holds an executive position or remains in charge of a unit that functions for executive purposes in addition to acting as a director making it necessary for such person to become involved in the daily work flow and ordinary activities of the company.

With respect to the dividend distribution, an executive director is a person who acts as a paid employee in either the company or another company controlled by the same entity including the company in addition to assuming the position of a director and assumes a de facto executive function and remains in charge of a unit that functions for executive purposes (a unit which performs directly revenue generating activities) making it necessary for such person to become involved in the daily work flow and ordinary activities of the company.”